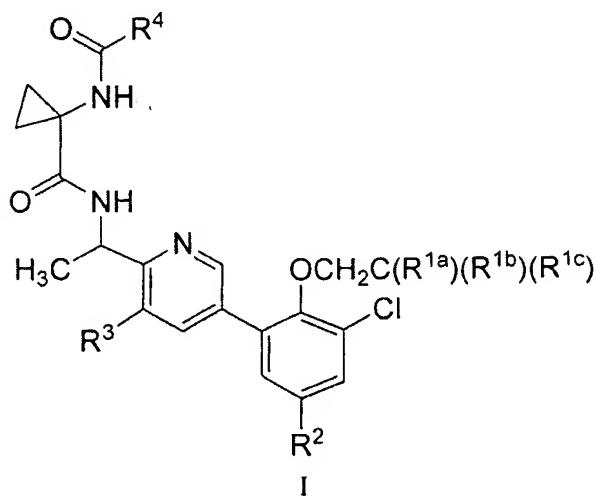


Amendments to the Claims:

This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

1. (currently amended) A compound of formula I and pharmaceutically acceptable salts thereof:



wherein

R<sup>1a</sup>, R<sup>1b</sup> and R<sup>1c</sup> are each independently selected from hydrogen and fluorine;

R<sup>2</sup> is hydrogen or chlorine;

R<sup>3</sup> is chlorine or fluorine; and

R<sup>4</sup> is selected from (1) C<sub>1</sub>-6 alkyl optionally substituted with 1 to 3 groups independently selected from halogen, nitro, cyano, OR<sup>a</sup>, SR<sup>a</sup>, C(O)R<sup>a</sup>, and SO<sub>2</sub>R<sup>d</sup>, C(O<sub>2</sub>)R<sup>a</sup>, OC(O)R<sup>a</sup>, NR<sup>b</sup>RE, NR<sup>b</sup>C(O)R<sup>a</sup>, NR<sup>b</sup>C(O)<sub>2</sub>R<sup>a</sup>, C(O)NR<sup>b</sup>RE, and C<sub>3</sub>-8 cycloalkyl; (2) C<sub>3</sub>-8 cycloalkyl optionally substituted with 1 to 3 groups independently selected from halogen, nitro, cyano and phenyl, (3) aryl optionally substituted with 1 to 3 groups independently selected from halogen, nitro, cyano, OR<sup>a</sup>, SR<sup>a</sup>, C(O)R<sup>a</sup>, C<sub>1</sub>-4 alkyl and C<sub>1</sub>-3 haloalkyl, wherein aryl is selected from phenyl, 3,4-methylenedioxyphenyl and naphthyl, and (5-1) heterocycle optionally substituted with 1 to 3 groups independently selected from halogen, nitro, cyano,

OR<sup>a</sup>, SR<sup>a</sup>, C<sub>1-4</sub> alkyl optionally substituted with OR<sup>a</sup>, C<sub>3-6</sub>cycloalkyl, phenyl and C<sub>1-3</sub> haloalkyl wherein said heterocycle is selected from (a) a 5-membered heteroaromatic ring having a ring heteroatom selected from N, O and S, and optionally having up to 3 additional ring nitrogen atoms; (b) a 6-membered heteroaromatic ring containing from 1 to 3 ring nitrogen atoms and N-oxides thereof; and (c) a 5- or 6-membered non-aromatic heterocyclic ring selected from tetrahydrofuranyl, 5-oxotetrahydrofuranyl, 2-oxo-2H-pyranyl, 2-pyrrolidinone, and 6-oxo-1,6-dihydropyridazinyl;

R<sup>a</sup> is selected from (1) hydrogen, (2) C<sub>1-4</sub> alkyl optionally substituted with 1 to 5 halogen atoms, (3) phenyl optionally substituted with 1 to 3 groups independently selected from halogen, cyano, nitro, OH, C<sub>1-4</sub> alkyloxy, C<sub>3-6</sub> cycloalkyl and C<sub>1-4</sub> alkyl optionally substituted with 1 to 5 halogen atoms. (4) C<sub>3-6</sub> cycloalkyl, and (5) pyridyl;

R<sup>b</sup> and R<sup>c</sup> are independently selected from (1) hydrogen, (2) C<sub>1-4</sub> alkyl optionally substituted with 1 to 5 groups independently selected from halogen, amino, mono-C<sub>1-4</sub>alkylamino, di-C<sub>1-4</sub>alkylamino, and SO<sub>2</sub>R<sup>d</sup>, (3) (CH<sub>2</sub>)<sub>k</sub>-phenyl optionally substituted with 1 to 3 groups selected from halogen, cyano, nitro, OH, C<sub>1-4</sub> alkyloxy, C<sub>3-6</sub> cycloalkyl and C<sub>1-4</sub> alkyl optionally substituted with 1 to 5 halogen atoms, and (4) C<sub>3-6</sub> cycloalkyl, or

R<sup>b</sup> and R<sup>c</sup> together with the nitrogen atom to which they are attached form a 4-, 5-, or 6-membered ring optionally containing an additional heteroatom selected from N, O, and S; or

R<sup>b</sup> and R<sup>c</sup> together with the nitrogen atom to which they are attached form a cyclic imide:

R<sup>d</sup> is selected from (1) C<sub>1-4</sub> alkyl optionally substituted with 1 to 3 halogen atoms, (2) C<sub>1-4</sub> alkyloxy, and (3) phenyl optionally substituted with 1 to 3 groups selected from halogen, cyano, nitro, OH, C<sub>1-4</sub> alkyloxy, C<sub>3-6</sub> cycloalkyl and C<sub>1-4</sub> alkyl optionally substituted with 1 to 5 halogen atoms; and

k is 0, 1 or 2;

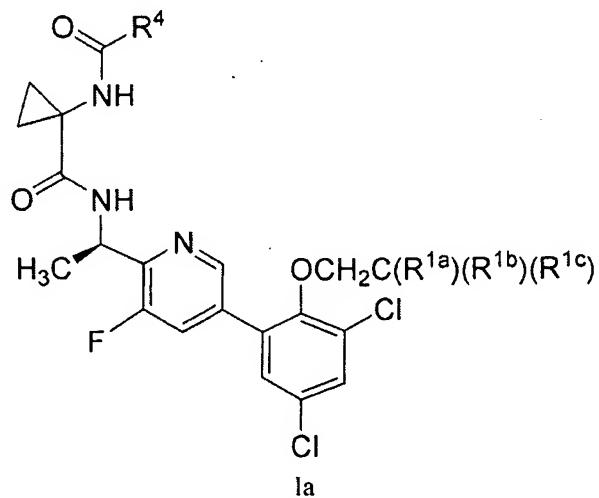
with the proviso that when R<sup>4</sup> is trifluoromethyl or unsubstituted isoxazolyl, R<sup>3</sup> is fluorine.

2. (original) A compound of Claim 1 wherein C(R<sup>1a</sup>)(R<sup>1b</sup>)(R<sup>1c</sup>) is selected from CH<sub>3</sub>, CF<sub>2</sub>H and CF<sub>3</sub>.

3. (original) A compound of Claim 1 wherein R<sup>4</sup> is an optionally substituted 5-membered heteroaromatic ring having a ring heteroatom selected from N, O and S, and optionally having up to 3 additional ring nitrogen atoms, wherein said substituent is 1 to 2 groups independently selected from halogen, OR<sup>a</sup>, C<sub>1-4</sub> alkyl optionally substituted with OR<sup>a</sup>, C<sub>3-6</sub>cycloalkyl, phenyl and C<sub>1-3</sub> haloalkyl.

4. (original) A compound of Claim 1 wherein R<sup>4</sup> is an optionally substituted 6-membered heteroaromatic ring containing from 1 to 3 ring nitrogen atoms and N-oxides thereof, wherein said substituent is 1 to 2 groups independently selected from halogen and C<sub>1-4</sub> alkyl.

5. (original) A compound of Claim 1 having the formula Ia and pharmaceutically acceptable salts thereof:

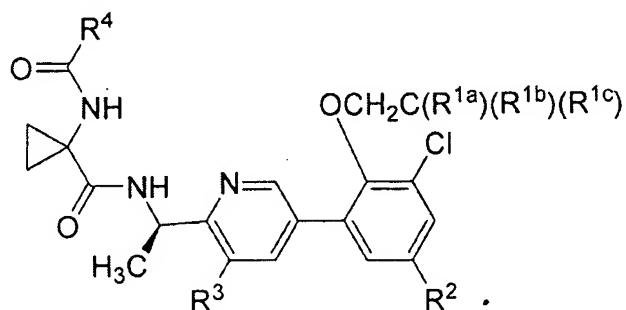


wherein R<sup>1a</sup>, R<sup>1b</sup> and R<sup>1c</sup> are each independently selected from hydrogen and fluorine; R<sup>4</sup> is (a) optionally substituted 5-membered heteroaromatic ring having a ring heteroatom selected from N, O and S, and optionally having up to 3 additional ring nitrogen atoms; or (b) optionally substituted 6-membered heteroaromatic ring containing from 1 to 3 ring nitrogen atoms and N-oxides thereof; wherein the substituent is 1 to 2 groups independently selected from halogen, C<sub>1-4</sub>alkyl optionally substituted with C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>alkoxy, hydroxy, C<sub>3-6</sub> cycloalkyl, and CF<sub>3</sub>.

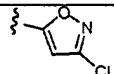
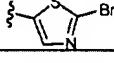
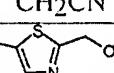
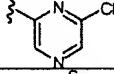
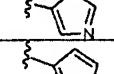
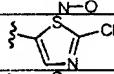
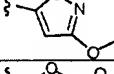
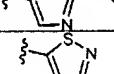
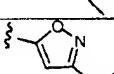
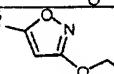
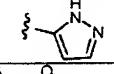
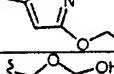
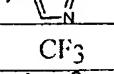
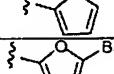
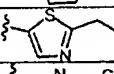
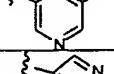
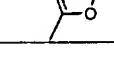
6. (original) A compound of Claim 5 wherein R<sup>4</sup> is selected from optionally substituted isoxazolyl, optionally substituted oxazolyl, optionally substituted isothiazolyl, optionally substituted thiazolyl, optionally substituted pyridazinyl and optionally substituted pyrazinyl, wherein the substituent is 1 to 2 groups selected from halogen, C<sub>1-4</sub>alkyl optionally substituted with C<sub>1-4</sub>alkoxy, C<sub>1-4</sub>alkoxy, hydroxy, and CF<sub>3</sub>.

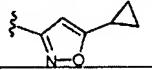
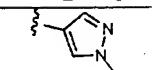
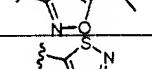
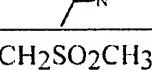
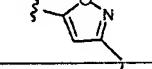
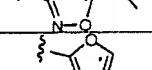
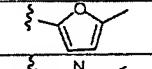
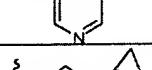
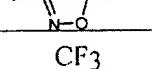
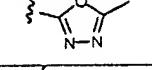
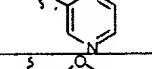
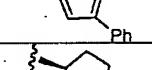
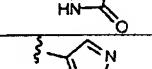
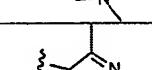
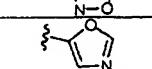
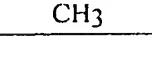
7. (original) A compound of Claim 5 wherein R<sup>4</sup> is selected from 3-chloro-5-isoxazolyl, 3-methoxy-5-isoxazolyl, 3-ethoxy-5-isoxazolyl, and 3-methyl-5-isoxazolyl.

8. (previously presented) A compound of Claim 1 selected from:



R <sup>4</sup>	C(R <sup>1a</sup> )(R <sup>1b</sup> )(R <sup>1c</sup> )	R <sup>2</sup>	R <sup>3</sup>
	CF <sub>2</sub> H	Cl	F
	CF <sub>2</sub> H	Cl	F
	CF <sub>2</sub> H	Cl	F
	CF <sub>2</sub> H	Cl	F
	CF <sub>2</sub> H	Cl	F
	CF <sub>2</sub> H	Cl	F
	CH <sub>3</sub>	Cl	F
	CF <sub>2</sub> H	Cl	F
CH <sub>3</sub>	CF <sub>2</sub> H	Cl	F
	CF <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F

$R^4$	$C(R^{1a})(R^{1b})(R^{1c})$	$R^2$	$R^3$
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
CH <sub>2</sub> CN	CH <sub>3</sub>	CH	F
	CH <sub>3</sub>	Cl	F
	CF <sub>2</sub> H	Cl	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	Cl
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
	CF <sub>2</sub> H	Cl	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
CF <sub>3</sub>	CF <sub>2</sub> H	H	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F

R <sup>4</sup>	C(R <sup>1a</sup> )(R <sup>1b</sup> )(R <sup>1c</sup> )	R <sup>2</sup>	R <sup>3</sup>
	CH <sub>3</sub>	Cl	F
CH <sub>2</sub> CH <sub>3</sub>	CH <sub>3</sub>	Cl	F
	CF <sub>2</sub> H	Cl	F
	CF <sub>2</sub> H	Cl	F
	CH <sub>3</sub>	Cl	F
CH <sub>2</sub> SO <sub>2</sub> CH <sub>3</sub>	CF <sub>2</sub> H	Cl	F
	CH <sub>3</sub>	Cl	F
	CF <sub>2</sub> H	Cl	F
	CF <sub>2</sub> H	Cl	F
	CH <sub>3</sub>	Cl	F
	CF <sub>2</sub> H	Cl	F
CF <sub>3</sub>	CH <sub>3</sub>	H	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
	CF <sub>2</sub> H	Cl	F
	CF <sub>2</sub> H	Cl	F
	CH <sub>3</sub>	Cl	F
	CF <sub>2</sub> H	Cl	F
	CH <sub>3</sub>	Cl	F
CH <sub>3</sub>	CH <sub>3</sub>	Cl	F

$R^4$	$C(R^{1a})(R^{1b})(R^{1c})$	$R^2$	$R^3$
	CH <sub>3</sub>	Cl	F
	CF <sub>2</sub> H	Cl	F
	CF <sub>2</sub> H	Cl	F
	CF <sub>2</sub> H	Cl	Cl
	CH <sub>3</sub>	Cl	F
	CF <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	Cl
	CH <sub>3</sub>	Cl	F
	CF <sub>3</sub>	Cl	Cl
$(CH_2)_2CH_3$	CH <sub>3</sub>	Cl	F
$CH(CH_3)_2$	CH <sub>3</sub>	Cl	F
	CF <sub>2</sub> H	Cl	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
	CF <sub>2</sub> H	Cl	F
	CH <sub>3</sub>	Cl	F

R <sup>4</sup>	C(R <sup>1a</sup> )(R <sup>1b</sup> )(R <sup>1c</sup> )	R2	R3
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
CHF <sub>2</sub>	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
	CF <sub>2</sub> H	Cl	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F
	CH <sub>3</sub>	Cl	F

and pharmaceutically acceptable salts thereof.

9. (original) A pharmaceutical composition which comprises a therapeutically effective amount of a compound of Claim 1 or a pharmaceutically acceptable salt thereof and a pharmaceutically acceptable carrier.

10. canceled

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11. (new) The compound N-(1-{[(1R)-1-{5-[3,5-dichloro-2-(2,2-difluoroethoxy)-phenyl]-3-fluoropyridin-2-yl}ethyl]amino]carbonyl)cyclopropyl)-3-methoxyisoxazole-5-carboxamide or a pharmaceutically salt thereof.